

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee
February 12, 2003

IN RE:

Zephion Networks, Inc. f/k/a Domino Networks Communications, Inc.)
For Revocation of Authority to Conduct Business)Docket No. 01-00013
as a Public Utility in the State of Tennessee)Company ID:128681

**ORDER REVOKING AUTHORITY TO CONDUCT
BUSINESS AS A PUBLIC UTILITY IN THE STATE OF TENNESSEE
FOR NON-PAYMENT OF REGULATORY FEES**

This matter came before the Tennessee Regulatory Authority (hereafter the "Authority" or "TRA") to consider, due to non-payment of regulatory fees, the revocation of authority of Zephion Networks, Inc. f/k/a Domino Networks Communications, Inc. (hereafter the "Company") to conduct business in the state of Tennessee as a public utility. This matter was considered by the Authority at a regularly scheduled Authority Conference held on February 3, 2003.

Tenn. Code Ann. § 65-4-301(a) provides:

Every public utility doing business in this state and subject to the control and jurisdiction of the Authority to which the provisions of this chapter apply, shall pay to the state of Tennessee on or before April 1 of each year, a fee for the inspection, control and supervision of the business, service and rates of such public utility.

Pursuant to Tenn. Code Ann. § 65-4-303, the annual inspection fee is based on the intrastate revenues of the utility for the previous year. Should a company not have any Tennessee intrastate gross receipts, a minimum fee of \$100 is due.

Tenn. Code Ann. § 65-4-308 provides for a penalty of 10% per month, or fraction thereof, for inspection fees not received by April 1st.

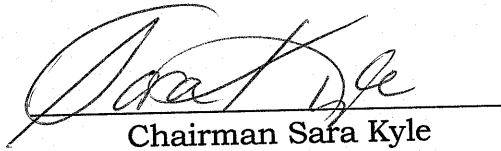
On April 1, 2002, the annual inspection fee (Form UD16) was due from the Company. The inspection fee for 2002 would be based on the Company's Tennessee intrastate revenues for the year ended December 31, 2001. The Authority sent notices on February 11, 2002, and September 12, 2002, via first class mail, advising the Company of its obligation to file the Form UD16 and pay the annual inspection fee. The Company did not respond in any manner to the Authority's notices.

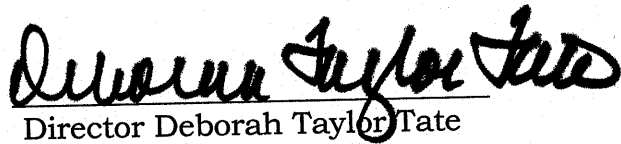
On October 30, 2002, a Notice of Cancellation (hereafter the "Notice") was sent, certified, return receipt requested, to the Company. The Notice advised the Company that if the Authority did not receive a response from the Company by November 30, 2002, regarding its failure to file its Form UD16 and pay the annual inspection fee its authority to transact business in the state of Tennessee as a public utility would be subject to cancellation at a regularly scheduled Authority Conference thereafter. The Company did not respond to this Notice.

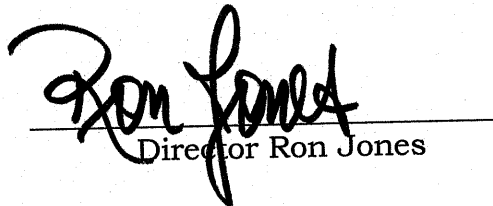
IT IS THEREFORE ORDERED THAT:

- 1) The authority of Zephion Networks, Inc. f/k/a Domino Networks Communications, Inc., granted in Docket No. 01-00013, to conduct business in the state of Tennessee as a public utility is hereby revoked,

- 2) Any party aggrieved by the Authority's decision in this matter may file a Petition for Reconsideration with the Authority within fifteen (15) days from the date of this Order; and
- 3) Any party aggrieved with the Authority's decision in this matter has the right of judicial review by filing a Petition for Review in the Tennessee Court of Appeals, Middle Section, within sixty (60) days from and after the date of this Order.


Chairman Safa Kyle


Director Deborah Taylor Tate


Director Ron Jones